

EXHIBIT A

Zakon o trgovačkim društvima

NN 111/93 od 15.12.1993.

Zakon o izmjenama i dopunama Zakona o trgovačkim društvima

NN 34/99 od 09.04.1999.

Odluka Ustavnog suda Republike Hrvatske

NN 52/00 od 23.05.2000.

Zakon o izmjenama i dopunama Zakona o trgovačkim društvima

NN 118/03 od 24.07.2003.

Imenovanje i opoziv članova uprave

Članak 244.

(1) Članove uprave i predsjednika imenuje nadzorni odbor društva najviše na vrijeme od pet godina s time da ih može ponovno imenovati. Ponovno imenovanje predsjednika i članova uprave nije moguće ranije od godinu dana prije isteka njihova mandata.

(2) Nadzorni odbor može opozvati svoju odluku o imenovanju člana uprave ili njezina predsjednika kada za to postoji važan razlog. Važnim razlogom naročito se smatra gruba povreda dužnosti, nesposobnost za uredno obavljanje poslova društva ili izglasavanje nepovjerenja u glavnoj skupštini društva, osim ako je to učinjeno zbog očito neutemeljenih razloga. Opoziv je valjan dok se njegova nevaljanost ne utvrdi sudskom odlukom. Opozivom člana ili predsjednika uprave ne dira se u odredbe ugovora kojega su oni sklopili s društvom.

Companies Act

NN 111/93 of 15 December 1993

Law on Amendments to the Companies Act

NN 34/99 of 9 April 1999

Decision of the Constitutional Court of the Republic of Croatia

NN 52/00 of 23 May 2000

Law on Amendments to the Companies Act

NN 118/03 of 24 July 2003

Appointment and Recall of Members of the Management Board

Article 244

(1) Members of the management board and its chairman shall be appointed by the supervisory board of the company for a maximum period of 5 (five) years with the possibility of reappointment. Reappointment of the management board members or chairman shall be possible one year before expiry of their terms of office at the earliest.

(2) The supervisory board of the company may revoke its decision on appointment of members of the management board or its chairman, provided that there is a substantial reason to do so. Substantial reasons shall be in particular: gross violation of duty, incapacity to perform business activities of the company or being voted no confidence at the general assembly of the company unless it is done for obviously unfounded reasons. The recall shall be considered valid until its invalidity is established by court decision. The recalling of a member or the chairman of the

management board shall have no effect on the provisions of the contract concluded with the company.

No.113/07

I, Katica Vujević-Jolić sworn court interpreter for English and German language, reappointed by the decision No. 4Su-297/07 of 8 March 2007 of the President of the County Court of the City of Zagreb, hereby certify that the above translation fully complies with the Croatian original.

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